

2. (once amended) A suspension system for a motorcycle comprising:

- a. a motorcycle main frame;
- b. a swing arm pivotally mounted to the motorcycle main frame about a pivot axis;
- c. an air-bag suspension system, the air-bag suspension system includes at least one air-bag constructed of an elastomeric material, the air-bag is housed within a housing assembly and is secured at one end to a piston located within the housing assembly and at [its] an other end to an upper plate or end cap of the housing assembly;
- d. the housing assembly is attached to a shock absorber;
- e. the shock absorber is attached at [its] a forward end to [the] a cross member plate of the motorcycle main frame and is pivotally attached at [its] a rearward end to [the] a lower transverse cross member of the swing arm.